

19168-H
MANUFACTURER'S RELEASE

NATIONAL STEEL CAR LIMITED, the manufacturer named in that certain Manufacturing Agreement dated as of December 1, 1994, with TTX Company, which agreement has been filed and recorded with the Interstate Commerce Commission pursuant to Section 11303 of Title 49 of the United States Code on January 10, 1995 and assigned recordation number 19168, does hereby acknowledge receipt of all amounts due under said agreement in respect of, and does hereby release all of its right, title and interest in and to, the railroad equipment listed Schedule A hereto.

ATTEST

NATIONAL STEEL CAR LIMITED

L. J. Johnson
Secretary

By David E. Poole
David E. Poole
Vice President -
Finance

CITY OF HAMILTON)
) SS:
PROVINCE OF ONTARIO)

On this 18th day of April, 1995, before me personally appeared David E. Poole, to me personally known, who, by me being duly sworn, says that he is Vice President of National Steel Car Limited, that the seal affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed on behalf of said company by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

James Anthony Grant
Notary Public

James Anthony Grant, Notary Public,
Regional Municipality of Hamilton-Wentworth
limited to the attestation of instruments and
the taking of affidavits for National Steel
Car Limited. Expires May 8, 1996.

**CONTRACT T-2094-N
SCHEDULE A TO BILL OF SALE, MANUFACTURER'S RELEASE
AND INVOICE #29294**

DELIVERY OF CENTRE BEAM CARS

| <u>DATE ACCEPTED</u> | <u>TTZX SERIES CAR NUMBER</u> | <u>TTZX SERIES CAR NUMBER</u> | <u>DAILY QUANTITY</u> | <u>CUMULATIVE QUANTITY</u> |
|--------------------------|-----------------------------------|-----------------------------------|---------------------------|--------------------------------|
| 03-Apr-95 | 861850 | 861855 | | |
| | 861851 | 861856 | | |
| | 861852 | 861857 | | |
| | 861853 | 861859 | | |
| | 861854 | 861860 | 10 | 10 |
| 04-Apr-95 | 861861 | 861866 | | |
| | 861862 | 861867 | | |
| | 861863 | 861868 | | |
| | 861864 | 861869 | | |
| | 861865 | 861870 | 10 | 20 |
| 05-Apr-95 | 861871 | 861876 | | |
| | 861872 | 861877 | | |
| | 861873 | 861878 | | |
| | 861874 | 861879 | | |
| | 861875 | 861880 | 10 | 30 |
| 06-Apr-95 | 861881 | 861886 | | |
| | 861882 | 861887 | | |
| | 861883 | 861888 | | |
| | 861884 | 861889 | | |
| | 861885 | 861890 | 10 | 40 |
| 07-Apr-95 | 861891 | 861896 | | |
| | 861892 | 861897 | | |
| | 861893 | 861898 | | |
| | 861894 | 861899 | | |
| | 861895 | 861900 | 10 | 50 |

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|--------------------------------|---|---|---------------------------------|--------------------------------------|
| 10-Apr-95 | 861901 | 861906 | | |
| | 861902 | 861908 | | |
| | 861903 | 861909 | | |
| | 861904 | 861910 | | |
| | 861905 | 861911 | 10 | 60 |
| 11-Apr-95 | 861907 | 861916 | | |
| | 861912 | 861918 | | |
| | 861913 | 861919 | | |
| | 861914 | 861920 | | |
| | 861915 | 861921 | 10 | 70 |
| 12-Apr-95 | 861917 | 861926 | | |
| | 861922 | 861928 | | |
| | 861923 | 861931 | | |
| | 861924 | 861932 | | |
| | 861925 | 861933 | 10 | 80 |
| 13-Apr-95 | 861927 | 861936 | | |
| | 861929 | 861938 | | |
| | 861930 | 861939 | | |
| | 861934 | 861940 | | |
| | 861935 | 861941 | 10 | 90 |